

WC 06-222

Please Date Stamp And Return

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DEC 6 2006

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

Approved by OMB

3060-0589

Page 1 of 1

(1) LOCK BOX # 358145		FCC/MELLON		DEC 06 2006			
SECTION A - PAYER INFORMATION							
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Bingham McCutchen LLP				(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$965.00			
(4) STREET ADDRESS LINE NO. 1 3000 K Street, NW							
(5) STREET ADDRESS LINE NO. 2 Suite 300							
(6) CITY Washington				(7) STATE DC	(8) ZIP CODE 20007		
(9) DAYTIME TELEPHONE NUMBER (include area code) 202-373-6560				(10) COUNTRY CODE (if not in U.S.A.) US			
FCC REGISTRATION NUMBER (FRN) REQUIRED							
(11) PAYER (FRN) 0004353900							
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET							
(13) APPLICANT NAME Blackbird Corporation							
(14) STREET ADDRESS LINE NO. 1 15051 SW 49th Court							
(15) STREET ADDRESS LINE NO. 2							
(16) CITY Miami				(17) STATE FL	(18) ZIP CODE 33027		
(19) DAYTIME TELEPHONE NUMBER (include area code) 954-933-8322				(20) COUNTRY CODE (if not in U.S.A.) US			
FCC REGISTRATION NUMBER (FRN) REQUIRED							
(21) APPLICANT (FRN) 0015812399							
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET							
(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE CUT		(25A) QUANTITY 1			
(26A) FEE DUE FOR (PTC) \$965.00		(27A) TOTAL FEE \$965.00					
(28A) FCC CODE 1		(29A) FCC CODE 2					
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE		(25B) QUANTITY			
(26B) FEE DUE FOR (PTC)		(27B) TOTAL FEE		FCC USE ONLY			
(28B) FCC CODE 1		(29B) FCC CODE 2					
SECTION D - CERTIFICATION							
CERTIFICATION STATEMENT I, <u>TROY F. TANNER</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.							
SIGNATURE <u>Troy F. Tanner</u>				DATE <u>12/6/06</u>			
SECTION E - CREDIT CARD PAYMENT INFORMATION							
ACCOUNT NUMBER _____				AMEX <input checked="" type="checkbox"/> DISCOVER _____			
EXPIRATION DATE _____							
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.							
SIGNATURE <u>Troy F. Tanner</u>				DATE <u>12/6/06</u>			

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)

Troy F. Tanner
Direct Phone: (202) 373-6560
Direct Fax: (202) 424-7647
troy.tanner@bingham.com

December 6, 2006

VIA COURIER

Bingham McCutchen LLP

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20007-5116

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Boston
Hartford
London
Los Angeles
New York
Orange County
San Francisco
Silicon Valley
Tokyo
Walnut Creek
Washington

Marlene H. Dortch, Secretary
Federal Communications Commission
Wireline Competition Bureau – CPD – 214 Appls.
P.O. Box 358145
Pittsburgh, PA 15251-5145

Re: Application of Yak Communications (America) Inc. for a Transfer of
Control Involving an Authorized International and Domestic Carrier

Dear Ms. Dortch:


Yak Communications (America) Inc., Blackbird Corporation (“Blackbird”), and
Yaktastic Inc. (collectively, “Applicants”) hereby file the above-referenced application.
Enclosed please find an original and six (6) copies of the application.

Also enclosed is a completed Fee Remittance Form 159 containing a valid
American Express credit card number and expiration date for payment, in the amount of
\$965.00, to the Federal Communications Commission, which satisfies the filing fee
required for this Application under line 2.b of Section 1.1105 of the Commission’s rules.

Pursuant to Section 63.04(b) of the Commission’s rules, Applicants submit this
filing as a combined international and domestic section 214 transfer of control application
 (“Combined Application”). Applicants have filed the Combined Application with the
International Bureau through the IBFS Filing System.

Please date-stamp the stamp-and-return copy upon receipt and return it to the
courier. Should you have any questions regarding this filing, please contact the
undersigned.

Respectfully submitted,



Troy F. Tanner

Enclosures

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
YAK COMMUNICATIONS (AMERICA) INC.)	WC Docket No. 06-__
)	
)	File Nos. ITC-T/C-2006-__
Application for Consent to Transfer)	
Control of a Company Holding an)	
International Authorization and Blanket)	
Domestic Authorization Pursuant)	
to Section 214 of the Communications Act)	
of 1934, as Amended)	

APPLICATION

Yak Communications (America) Inc. ("Yak America"), Yaktastic Inc. ("Yaktastic"), and Blackbird Corporation ("Blackbird") (collectively, "Applicants"), by their undersigned counsel, hereby respectfully request authority pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. §214 (the "Act"), and Sections 63.03, 63.04 and 63.24(e) of the Commission's Rules, 47 CFR §§ 63.03, 63.04, 63.24(e), for the transfer of control of Yak America as a result of the acquisition of 100% of the issued and outstanding shares of capital stock of Yak America by Blackbird. Yak America is a nondominant, competitive carrier that provides long distance interstate and international resale telecommunications services to residential customers throughout the United States.

The Applicants respectfully request streamlined treatment of this Application pursuant to Sections 63.03 and 63.12 of the Commission's Rules, 47 C.F.R. §§ 63.03 and 63.12. With respect to Yak America's domestic section 214 authorization, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) of

the Commission's Rules, 47 C.F.R. § 63.03(b)(2)(i), because: (1) after the proposed transaction is consummated, Yak America (including any affiliates, as that term is defined in Section 3(1) of the Act) will have a market share of less than 10 percent of the interstate, interexchange market, and will provide competitive services exclusively in areas served by a dominant local carrier not a party to the transaction, and (2) neither the Applicants nor any of their affiliates are regulated as dominant with respect to any service.

This Application is also eligible for streamlined processing with respect to Yak America's international section 214 authority pursuant to Section 63.12 of the Commission's Rules because, in accordance with Section 63.12(c): (1) after consummation of the proposed transaction, Yak America will not be affiliated with any foreign carrier, (2) Yak America is not affiliated with any dominant U.S. carrier whose international switched or private line services Yak America seeks authority to resell, nor will Yak America be so affiliated after consummation, and (3) none of the other provisions contained in Section 63.12(c) of the Commission's Rules, 47 C.F.R. §63.12, apply.

I. PARTIES TO THE TRANSACTION

A. Blackbird Corporation

Blackbird Corporation is a corporation organized under the laws of the State of Florida. Blackbird is located at 15051 SW 49th Court, Miami, Florida 33027. The telephone number for Blackbird is (954) 933-8322. Blackbird is 100% owned by Mr. Jose Cadi ("Mr. Cadi"), a U.S. citizen. Neither Blackbird nor Mr. Cadi holds any authorizations to provide telecommunications services. Neither Blackbird nor Mr. Cadi holds a 10 percent or greater ownership interest in any company that offers domestic or foreign telecommunications services.

B. Yak Communications (America) Inc. and Yaktastic Inc.

Yak Communications (America) Inc. ("Yak America") is a corporation organized under the laws of the State of Florida and was incorporated on March 8, 2001. Yak America is a direct, wholly owned subsidiary of Yaktastic Inc. ("Yaktastic"), a Delaware corporation. Both Yak America and Yaktastic are located at 16508 Milan de Avila, Tampa, Florida 33613-1076. The telephone number for both entities is (416) 204-0240. Yaktastic is 100 percent owned by Mr. Anthony Lopez ("Mr. Lopez"), a U.S. citizen.

Yak America is authorized to provide and provides resold interexchange telecommunications services in all of the contiguous 48 states, and the District of Columbia. The services offered by Yak America include basic 1+ long distance services, 10-10 casual calling services and calling card services. On June 8, 2001, the Federal Communications Commission granted Yak America authority to provide facilities-based and resold international telecommunications services (*see* FCC File No. ITC-214-20010508-00303). Yak America has no affiliates that offer domestic telecommunications services and is regulated as a non-dominant carrier on all international routes.

A diagram showing the current corporate structure of Yak America is provided in

Exhibit A.

II. DESCRIPTION OF THE TRANSACTION (*ANSWER TO QUESTION 13*)

Pursuant to the terms of a Stock Purchase Agreement ("Agreement") dated December 4, 2006, among Blackbird, Yaktastic, and Yak America, Blackbird will purchase from Yaktastic all of the issued and outstanding shares of capital stock of Yak America for a cash payment (the "Transaction"). As a result, Yak America will become a direct, wholly-owned subsidiary of Blackbird. Consummation of the Transaction is

contingent on the receipt of Commission approval of the transfer of control described herein, among other things.

The proposed Transaction does not involve the transfer of any operating authority, assets, or customers of Yak America. Immediately following the closing, Yak America will continue to offer to its customers the same services at the same rates, terms and conditions as at present pursuant to existing authorizations, tariffs, contracts, and published rates and charges. Accordingly, the contemplated Transaction will be generally transparent to consumers. The only change will be that Yak America will be owned by Blackbird, and ultimately owned by Mr. Cadi.

A diagram showing the corporate structure of Yak America post-Transaction is provided in Exhibit B.

III. PUBLIC INTEREST STATEMENT

The proposed Transaction will serve the public interest. Mr. Lopez has determined that his participation as the ultimate owner of Yak America is no longer consistent with his investment objectives. Blackbird, led by Mr. Cadi, is committed to maintaining and strengthening Yak America's existing long distance business. Blackbird's purchase of Yak America will enable Yak America to continue providing telecommunications services in the U.S. market, to the ultimate benefit of American consumers.

At the same time, the proposed Transaction does not present any anti-competitive issues. Since the proposed Transaction entails simply the sale of ownership interests in Yak America to another company, the Transaction will be completely transparent to customers. After consummation of the transaction, Yak America will continue to operate

under its same name and operating authorities as at present. The Transaction entails no immediate change to the services, rates, terms and conditions of service; any future change will be made in accordance with all applicable Commission requirements. All existing tariffs will remain in place, and customers will continue to use the same number to reach customer service. The only change will be in the ownership of Yak America.

Furthermore, the proposed Transaction will not have a negative impact on competition. Since neither Blackbird nor Mr. Cadi currently provides telecommunications services, no competitors will be eliminated as a result of the Transaction. Rather, the Transaction will preserve Yak America as a competitor to AT&T, Verizon and other carriers in the long distance markets for telecommunications services.

IV. INFORMATION REQUIRED BY SECTION 63.24(e) OF THE COMMISSION'S RULES

In support of this Application, the Applicants submit the following information pursuant to Section 63.24(e) of the Commission's Rules, including the information requested in Section 63.18:

(a) Name, address and telephone number of the parties:

Yak Communications (America) Inc. (licensee)
16508 Milan de Avila
Tampa, Florida 33613-1076
(416) 204-0240
(FRN: 0004371704)

Yaktastic Inc. (transferor)
16508 Milan de Avila
Tampa, Florida 33613-1076
(416) 204-0240
(FRN: 0015551211)

Blackbird Corporation (transferee)
15051 SW 49th Court
Miami, Florida 33027
(954) 933-8322
(FRN: 0015812399)

(b) Jurisdiction of Organizations:

Yak America is a corporation organized under the laws of Florida. Yaktastic is a corporation organized under the laws of Delaware. Blackbird is a corporation organized under the laws of Florida.

(c) (Answer to Question 10) Correspondence concerning this Application should be sent to:

For Blackbird	For Yak America and Yaktastic
Jose Cadi 15051 SW 49th Court Miami, Florida 33027 (954) 933-8322	Simon Lockie 60 Adelaide Street East Toronto, ON (416) 204-0263
With copies to: Catherine Wang, Esq. Troy F. Tanner, Esq. Bingham McCutchen LLP Suite 300 3000 K Street, N.W. Washington, DC 20007 (202) 373-6037 Counsel for Blackbird Corporation	With copies to: Brad E. Mutschelknaus, Esq. Joan M. Griffin, Esq. Melissa Conway, Esq. Kelley Drye & Warren LLP 3050 K Street, Suite 400 Washington, D.C. 20007-5108 (202) 342-8552 Counsel for Yak America and Yaktastic

(d) Yak America holds an international Section 214 license, FCC File No. ITC-214-20010508-00303, granted June 8, 2001, to provide facilities-based and resold international telecommunications services. Yak America also holds blanket domestic Section 214 authority. Neither Yaktastic nor Blackbird holds Section 214 authority.

- (h) *(Answer to Questions 11 & 12)* The following entities own directly or indirectly 10% or more of Yak America and Blackbird:

Yak America:

Yak America is currently 100% owned by Yaktastic Inc., which in turn, is 100% owned by Mr. Anthony Lopez, a U.S. citizen. No other person or entity currently holds or controls a 10% or greater direct or indirect interest in Yak America. Yak America does not have any interlocking directorates with a foreign carrier.

Upon completion of the transaction, Blackbird Corporation will have a 100 percent ownership interest in Yak America:

Name:	Blackbird Corporation
Address:	15051 SW 49th Court Miami, Florida 33027
Ownership Interest:	100%
Citizenship:	U.S.
Principal Business:	Investment

Blackbird:

Blackbird Corporation is wholly-owned by Mr. Jose Cadi.

Name:	Jose Cadi
Address:	15051 SW 49th Court Miami, Florida 33027
Ownership Interest:	100%
Citizenship:	U.S.
Principal Business:	Investment

Following consummation of the transaction, no other entity or individual will hold a 10% or greater direct or indirect interest in Yak America. Neither Yak America nor Blackbird hold any interlocking directorates with any foreign carrier.

- (i) *(Answer to Question 14)* Applicants certify that, following consummation of the proposed Transaction, (1) neither Blackbird nor Yak America will be foreign carriers, and (2) neither Blackbird nor Yak America will be affiliated with any foreign carrier.
- (j) *(Answer to Question 15)* Applicants certify that they do not seek to provide international telecommunications services to any destination country where:
- (1) An Applicant is a foreign carrier in that country; or
 - (2) An Applicant controls a foreign carrier in that country; or

- (3) Any entity that owns more than 25 percent of an Applicant, or that controls an Applicant, controls a foreign carrier in that country; or
- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate more than 25 percent of an Applicant and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.
- (k) Not applicable.
- (l) Not applicable.
- (m) Not applicable.
- (n) Applicants certify that they have not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) Applicants certify, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules, that they are not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) The Applicants request streamlined processing of this Application pursuant to Section 63.12 of the Commission's Rules, 47 C.F.R. § 63.12. This Application qualifies for streamlined treatment because (i) after consummation, Yak America will not be affiliated with any foreign carrier, (ii) Yak America is not affiliated with any dominant U.S. carrier whose international switched or private line services Yak America seeks authority to resell, nor will Yak America be so affiliated after consummation, and (iii) none of the other scenarios outlined in Section 63.12 (c) of the Commission's Rules apply.

V. INFORMATION REQUIRED BY SECTION 63.04(b) OF THE COMMISSION'S RULES

In accordance with the requirements of Section 63.04(b) of the Commission's Rules, the additional information required for the domestic section 214 transfer of control application is provided in Exhibit C.

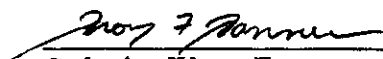
VI. CONCLUSION

Based on the foregoing, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application.

Respectfully submitted,

Blackbird Corporation

**Yak Communications
(America) Inc. and
Yaktastic Inc.**



Catherine Wang, Esq.
Troy F. Tanner, Esq.
Bingham McCutchen LLP
3000 K Street, N.W.
Suite 300
Washington, DC 20007
(202) 373-6037

Its Counsel



Brad E. Mutschelknaus, Esq. *by TFF*
Joan M. Griffin, Esq.
Melissa Conway, Esq.
Kelley Drye & Warren LLP
3050 K Street NW
Suite 400
Washington, DC 20007
mconway@kelleydrye.com

Their Counsel


Date: December 6, 2006

VERIFICATION


I, Jose Cadi, am President of Blackbird Corporation.

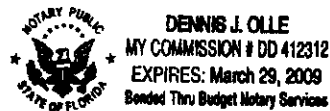
I am authorized to represent it and its affiliates and to make this verification on their behalf. The statements in the foregoing document relating to Blackbird Corporation, except as otherwise specifically attributed, are true and correct to the best of my knowledge and belief.

I declare under penalty of perjury that the foregoing is true and correct.


Jose Cadi
President

Subscribed and sworn to before me this 1st day of
December 2006.


Notary Public

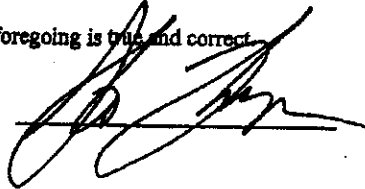


My Commission expires: 3-29-09

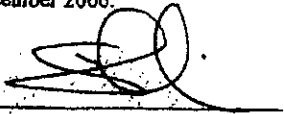
VERIFICATION

I, Stewart Thompson, am Secretary of Yak Communications (America) Inc. I am authorized to represent it and its affiliates, including Yaktastic Inc., and to make this verification on their behalf. The statements in the foregoing document relating to Yak Communications (America) Inc. and its affiliates, except as otherwise specifically attributed, are true and correct to the best of my knowledge and belief.

I declare under penalty of perjury that the foregoing is true and correct.



Subscribed and sworn to before me this 5th day of
December 2006.



Notary Public
Simon Lockie

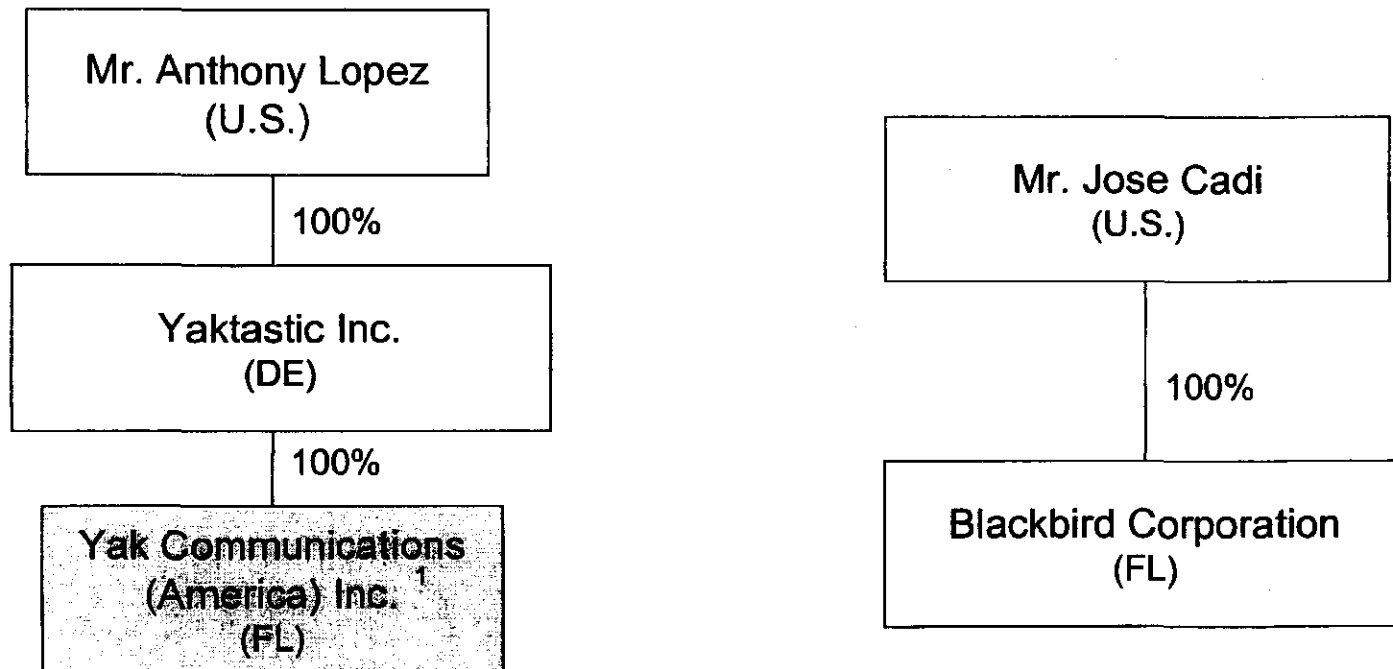


LIST OF EXHIBITS

EXHIBIT A	Current Corporate Structure of Yak Communications (America) Inc.
EXHIBIT B	Proposed Corporate Structure of Yak Communications (America) Inc.
EXHIBIT C	Domestic Section 214 Transfer of Control Information

Exhibit A

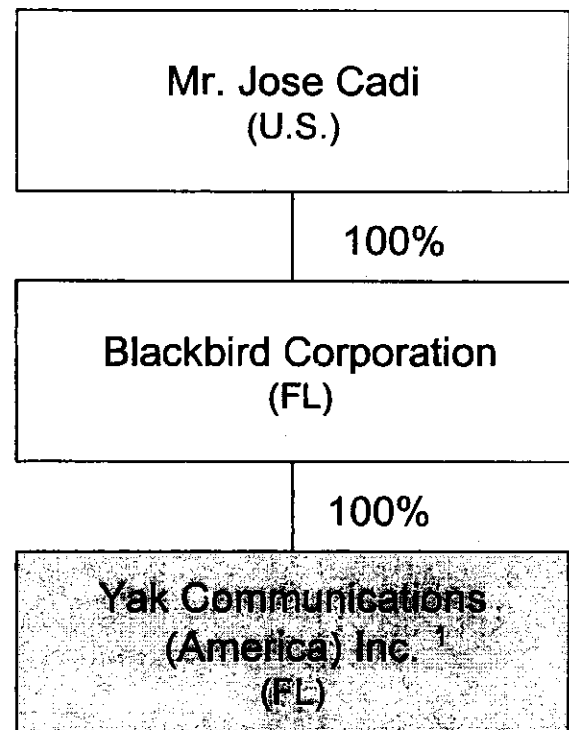
Pre-Transaction Corporate Structure



¹ Yak America holds Section 214 authority from the Commission.

Exhibit B

Post-Transaction Corporate Structure



¹ Yak America holds Section 214 authority from the Commission.

EXHIBIT C

DOMESTIC SECTION 214 TRANSFER OF CONTROL INFORMATION

In accordance with the requirements of Section 63.04(b) of the Commission's Rules, 47 C.F.R. § 63.04, the Applicants provide the following information in support of its request.

63.04(a)(6): Description of the Transaction

The proposed Transaction is described in Section II of the Application.

63.04(a)(7): Description of Geographic Service Area and Services in Each Area

A description of the geographic service areas and services provided in each area is described in Section I of the Application.

63.04(a)(8): Presumption of Non-Dominance and Qualification for Streamlining

This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) of the Commission's Rules, 47 C.F.R. § 63.03(b)(2), because following consummation of the proposed Transaction, Blackbird and affiliates (as that term is defined in Section 3(1) of the Act) will have a market share in the interstate, interexchange market of less than 10 percent, and will provide competitive services exclusively in areas served by a dominant local exchange carrier that is not party to the Transaction. Finally, neither the Applicants nor any of their affiliates are regulated as dominant with respect to any service.

63.04(a)(9): Other Pending Commission Applications Concerning the Proposed Transaction

None.

63.04(a)(10): Special Considerations

None.

63.04(a)(11): Waiver Requests (If Any)

None.

63.04(a)(12): Public Interest Statement

The proposed transaction is in the public interest for the reasons detailed in
Section III of the Application.